KAMAL CEMENT
SINCE 1944

POLICY FOR DETERMINATION OF MATERIALITY OF EVENTS AND INFORMATION

1. BACKGROUND:

Pursuant to Regulation 30 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") as notified by SEBI on 02-Sep-2015, Shree Digvijay Cement Co. Limited (the "**Company**") is required to frame a Policy for Determination of Material Events and Information **("Policy")**, in line with the provisions of said Regulation and based on criteria specified therein, duly approved by its Board of Directors, which shall be disclosed on Company's website.

2. OBJECTIVE:

The Company has framed and adopted this Policy in order to:

a) to provide an overall governance framework for determination of materiality of events / information;

b) to ensure timely and adequate disclosures of material events / information fully, fairly, correctly and transparently to the Stock Exchange(s), in pursuance with the Listing Regulations, to enable present and potential investors to take informed decision/s with respect to their investment in the Company.

This Policy is framed and adopted by the Board of Directors of the Company, which shall be effective from 01-Dec-2015.

3. GUIDELINES FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION:

3.1 The Company shall mandatorily disclose the events / information that are deemed to be material, as specified in Para A of Part A of Schedule III of the Listing Regulations, without applying any test of materiality.

3.2 The Company shall make disclosure of events specified in Para B of Part A of Schedule III of the Listing Regulations, on a case to case basis, depending on facts and circumstances, and based on application of the guidelines for determining materiality, as specified below:

a) Likely impact of 10% or more on the gross turnover, or revenues or total income as per the last Financial Statements of the Company, or likely impact of 20% or more on the net worth as per the last annual audited Financial Statements of the Company; whichever is higher;

b) the omission of an event or information, which is likely to result in discontinuity or alteration of event / information already available in public domain;

c) the omission of an event or information is likely to result in significant market reaction, if the said omission came to light at a later date;

d) any other event / information which, in the opinion of the Board of Directors of the Company, is material and necessary to enable the security holders of the

Company to appraise its position and to avoid the establishment of a false market in such securities.

4. SCOPE OF DISCLOSURES OF EVENTS OR INFORMATION:

4.1 The Policy has been prepared in accordance with the applicable provisions of Listing Regulations and Companies Act, 2013 and rules made thereunder, and is posted on the website of the Company. Any subsequent amendment / modification in the applicable statutes in this regards shall automatically apply to this Policy.

4.2 This Policy describes, inter alia, the guidance for deciding the magnitude of the materiality of events and information which is considered to be material as per the Regulations and / or in the opinion of Board.

4.3 The Company shall disclose to the stock exchanges of all material events / information, as soon as reasonably possible, but not later than 24 hours of the occurrence of the event / information. Provided that in case disclosure is made after twenty-four (24) hours of occurrence of such event or information, the Company shall provide reasons for delay along with such disclosure(s).

4.4 The Company shall disclose to the stock exchanges of all the events specified in sub-para 4 of Para A of Part A of Schedule III of the Listing Regulations within thirty (30) minutes of the conclusion of the Board meeting.

4.5 The Company shall make disclosures updating material developments on a regular basis, till such time the event is resolved / closed.

4.6 The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information and on its own initiative. Further it shall confirm or deny any event or information to stock exchange(s) reported in the media.

4.7 Any confidential information which, if disclosed, is likely to put at risk the business interest of the Company, may not be disclosed. The Company shall, to that extent, make qualified disclosure to the stock exchanges.

4.8 The Company, at present, doesn't have any subsidiary and the requirement of making any disclosure of events or information with respect to subsidiaries is not applicable.

4.9 All the above disclosures would be hosted on the website of the Company for a minimum period of five years and thereafter archived as per Company's policy for Preservation of Documents.

5. AUTHORITY TO KEY MANAGERIAL PERSONNEL:

The Board of Directors has appointed Mr. Amit Arora, CEO & Managing Director, Mr. Vikas Kumar, Chief Financial Officer and Mr. Suresh Meher, Sr. VP (Legal) & Company Secretary (**"Designated Officers"**) as the persons authorized jointly or severally to determine:

a) the Materiality of any event or information,
b) the appropriate time at which disclosure is to be filed with the stock exchange(s), and
c) details that may be filed with the stock exchanges in the best interest of present and potential investors.

Contact details of above Designated Officers are as under**:**

Mr. Amit Arora **CEO & Managing Director** **Shree Digvijay Cement Co. Limited** P. O. Digvijaygram - 361140 Via -Jamnagar(Gujarat) INDIA Contact Number: 0288-234 4272-75	**Mr. Suresh Meher** **Sr.VP (Legal) & Company Secretary** **Shree Digvijay Cement Co. Limited** 2nd Floor, Amola Chambers C.G. Road - 380006 Ahmedabad (Gujarat), INDIA Contact Number: 079-3008 4670 / 71 Email ID: suresh.meher@digvijaycement.com

6. REVIEW AND AMMENDMENTS OF POLICY:

Any one of CEO & Whole-time Director and Head (Legal) & Company Secretary shall have the authority to amend the contents of the Policy, whenever necessary, to bring them in line with any statutory change(s) / amendment (s) in the provisions of the regulatory framework.

Provided that if any proposed amendment emanates from the change in name(s) of Designated Officers, or criteria or guidelines on determining the materiality of events / information, such amendments or changes shall only be with the approval of the Board of Directors of the Company.

7. INTERPRETAION:

In the event where the terms of this Policy differ from the provisions of any existing or new statutory enactments, Rules, Regulations or standard governing the Company, the provisions of such statutory enactments, rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to severed from the Policy and the rest of the Policy shall remain in force.